

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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TEYO JOHNSON,

Plaintiff,

-against-

Case No. 1:22-cv-06669(PAE)(GWG)

EVERYREALM INC., COMPOUND ASSET  
MANAGEMENT LLC, REALM METAVERSE  
REAL ESTATE INC., REPUBLIC, REPUBLIC  
CRYPTO LLC, REPUBLIC REALM MANAGER  
LLC, REPUBLIC REALM INC., REPUBLIC  
OPERATIONS LLC, OPENDEAL INC.,  
OPENDEAL PORTAL LLC, JANINE YORIO in  
her individual and professional capacities,  
WILLIAM KERR in his individual and  
professional capacities, and ZACH HUNGATE in  
his individual and professional capacities.

**DECLARATION OF**  
**WILLIAM KERR**

Defendants.  
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William Kerr, having personal knowledge of the facts herein, and under penalty of perjury, hereby states:

1. I currently serve as General Counsel and Chief Legal Officer of Everyrealm Inc. (f/k/a Republic Realm Inc.) ("Everyrealm"), and am a resident of the State of New York. I submit this Declaration based upon my personal knowledge and in support of the Motion to Compel Arbitration on behalf of Everyrealm, Janine Yorio ("Mrs. Yorio") and Julia Schwartz ("Ms. Schwartz") (collectively "the Everyrealm Defendants") in the above-captioned matter.
2. Plaintiff Teyo Johnson's ("Johnson") claims in this action arise out of his former employment with Everyrealm.

3. Everyrealm is an active investor in and developer of the metaverse, focusing on content, infrastructure and gaming.

4. Everyrealm is a Delaware corporation with its principal place of business in New York, New York.

5. Everyrealm has operations and investors across the globe, including engineers in Croatia, investors in California, and a second office in Connecticut.

6. Everyrealm was formerly named Republic Realm Inc., but was renamed on February 3, 2022 by certificate of name change filed with the State of Delaware.

7. Attached hereto as Exhibit A is a true and correct copy of the Certificate of Name Change filed by then-Republic Realm Inc. with the State of Delaware, which officially renamed the company "Everyrealm Inc."

8. Everyrealm hired Johnson as its Director of Strategic Partnerships on March 1, 2022, transferred him to an Asset Management position roughly 30 days later, and discharged him on May 31, 2022.

9. At no time was Johnson employed by Compound Asset Management, LLC, Realm Metaverse Real Estate Inc., Republic, Republic Crypto, LLC, Republic Realm Manager, LLC, Republic Operations, LLC, Opendeal, Inc., or Opendeal Portal, LLC.

10. Compound Asset Management, LLC is an unaffiliated business entity previously run by defendant Mrs. Yorio which at all relevant times had no employees. Realm Metaverse Real Estate Inc. is an affiliate of Everyrealm that has never had employees. Republic is not a legal entity but the "dba" for a family of legal entities owned by OpenDeal, Inc. which was – until February 4, 2022 (before Johnson was hired) – the parent company of Everyrealm. Republic Crypto, LLC is a wholly-owned subsidiary of OpenDeal, Inc. Republic Realm

Manager, LLC is the former name of Everyrealm Manager LLC, the parent company of Realm Metaverse Real Estate Inc. which has never had employees. Republic Operations, LLC and OpenDeal Portal, LLC are wholly-owned subsidiaries of OpenDeal, Inc.

11. Johnson operated in a remote role, and only worked in Everyrealm's office located at 335 Madison Avenue, New York, NY 10017 for about one week.

12. Attached hereto as Exhibit B is a true and correct copy of the Employment Agreement executed by Johnson on February 24, 2022.

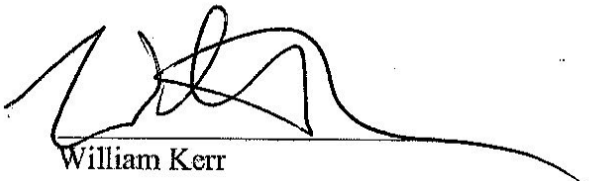
13. Mrs. Yorio is the CEO of Everyrealm, and a resident of the State of New York.

14. Ms. Schwartz is a board member of Everyrealm and Chief Strategy Officer, and is a resident of the State of New York.

15. Ms. Schwartz had no supervisory or management authority with respect to Teyo Johnson.

Pursuant to 28 U.S.C. § 1746, I declare under the penalty of perjury the foregoing is true and correct.

Dated: 8/19/2022

  
William Kerr